

ORIGINAL

**Applicant/Licensee Information**

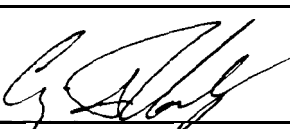
1) First Name (if individual):	MI:	Last Name:	Suffix:
2) Applicant Name (if entity): CIVS PA I, LLC		3) Applicant TIN:	

**Related FCC Regulated Businesses of Applicant/Licensee**

4a) Name and address of all KC Regulated Businesses owned by Applicant/Licensee (use additional sheets, if necessary):	4b) Principal Business:	4c) TIN:	4d) Percent of Interest Held:
D&E Omnipoint Wireless Joint Venture, L.P. 3605 132nd Avenue, S.E., Suite 100 Bellevue, Washington 98006	Commercial Mobile Radio Services		49%
Omnipoint Philadelphia-E. Lancaster License LLC 3605 132nd Avenue, S.E., Suite 100 Bellevue, Washington 98006	Commercial Mobile Radio Services		49%

**Signature**

5) Typed or Printed Name of Party Authorized to Sign

First Name: Craig	MI: A.	Last Name: Floerchinger	Suffix:
Title: Vice President, Cook Inlet GSM, Inc.			
Signature: 		Date: 12/8/00	
Failure To Sign This Application May Result In Dismissal Of The Application And Forfeiture Of Any Fees Paid			
WILLFUL FALSE STATEMENTS MADE ON THIS FORM OR ANY ATTACHMENTS ARE PUNISHABLE BY FINE AND/OR IMPRISONMENT (U.S. Code, Title 18, Section 1001) AND/OR REVOCATION OF ANY STATION LICENSE OR CONSTRUCTION PERMIT (U.S. Code, Title 47, Section 312(a)(1)), AND/OR FORFEITURE (U.S. Code, Title 47, Section 503).			

ORIGINAL

**Applicant/Licensee Information**

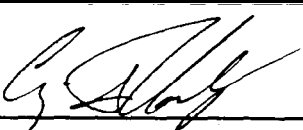
1) First Name (if individual):	MI:	Last Name:	suffix:
2) Applicant Name (if entity): CIVS PA I, LLC		3) Applicant TIN:	

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Chnnipoint Philadelphia-E. Lancaster License LLC 3605 132nd Avenue, S.E., Suite 100 Bellevue, Washington 98006	Commercial Mobile Radio Services		49%

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5) Typed or Printed Name of Party Authorized to Sign

First Name: Craig	MI: A.	Last Name: Floerchinger	suffix:
Title: Vice President, Cook Inlet GSM, Inc.			
Signature: 			Date: 12/8/00
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FCC Ownership Disclosure Information for the  
Wireless Telecommunications Services

Schedule for Disclosable Interest Holders

**Disclosable Interest Holder Information** (complete as many as required to describe all disclosable interest holders)

1) Disclosable Interest Holder's First Name (if individual):	MI:	Last Name:	suffix:
2) Disclosable Interest Holder's Name (if entity): <b>Cook Inlet Region, Inc.</b>		3) Disclosable Interest Holder's TIN:	
4) Disclosable Interest Holder's Address: <b>2525 C Street, Suite 500, Anchorage, Alaska 99503</b>			
5) Type of Interest in Applicant ( ) (refer to Instructions for list) <b>I</b>	6) Disclosable Interest Holder is a(n): ( ) (refer to instructions for list of codes): <b>C</b>	7) Percent of Interest Held in Applicant: <b>50.1%</b>	
8) Disclosable Interest Holder's Type of Ownership (refer to instructions for list): <b>0 - Manager member interest</b>		9) Disclosable Interest Holder's Country of Citizenship: <b>United States</b>	
10) Relationship Description (if the disclosable interest holder is an indirect owner, list path of ownership from indirect owner to the applicant): <b>Cook Inlet Region, Inc.; Cook Inlet GSM, Inc.; Cook Inlet/VS GSM III PCS Holdings, LLC; Cook Inlet/VS GSM III PCS, LLC; CIVS PA I, LLC (Applicant) (see Attachment 1)</b>			

**Related FCC Regulated Businesses of Disclosable Interest Holders** (repeat for each interest holder identified)

11a) Name and address of all FCC Regulated Businesses owned by Disclosable Interest Holder listed in #3 (use additional sheets, if necessary):	11b) Principal Business:	11c) TIN:	11d) Percent of Interest Held:
Cook Inlet/VoiceStreamPV/SS PCS, L.P. 2525 C Street, Suite 500 Anchorage, Alaska 99503	Commercial Mobile Radio Services		42.86% (control)
Cook Inlet/VS GSM II PCS, LLC 2525 C Street, Suite 500 Anchorage, Alaska 99503	Commercial Mobile Radio Services		50.1%
Cook Inlet/VS GSM III PCS, LLC 2525 C Street, Suite 500 Anchorage, Alaska 99503	Commercial Mobile Radio Services		50.1%
Cook Inlet/VoiceStreamPCS, LLC 2525 C Street, Suite 500 Anchorage, Alaska 99503	Commercial Mobile Radio Services		50.1%
CIVS PA I, LLC Applicant	Commercial Mobile Radio Services		50.1%
CIVS PA III, LLC 3605 132nd Avenue, S.E., Suite 100 Bellevue, Washington 98006	Commercial Mobile Radio Services		50.1%
Alaska Interstate Construction, LLC 649 W. 54 <sup>th</sup> Ave., P.O. Box 233769 Anchorage, AK 99523	Construction		40%
(continued next page)			

Schedule for Disclosable Interest Holders

**Disclosable Interest Holder Information** (complete as many as required to describe all disclosable interest holders)

1) Disclosable Interest Holder's First Name (if individual):	MI:	Last Name:	suffix:
2) Disclosable Interest Holder's Name (if entity): <b>Cook Inlet Region, Inc. (continued)</b>		3) Disclosable Interest Holders TIN:	
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5) Type of Interest in Applicant ( ) (refer to Instructions for list)	6) Disclosable Interest Holder is a(n): ( ) (refer to instructions for list of codes):		7) Percent of Interest Held in Applicant:
8) Disclosable Interest Holders Type of Ownership (refer to instructions for list):		9) Disclosable Interest Holder's Country of Citizenship:	
10) Relationship Description (if the disclosable interest holder is an indirect owner, list path of ownership from indirect owner to the applicant):			

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Cook Inlet/V5 GSM IV PCS, LLC 2525 C Street, Suite 500 Anchorage, Alaska 99503	Commercial Mobile Radio Services		50.1%
CIVS IV License Sub I, LLC 2525 C Street, Suite 500 Anchorage, Alaska 99503	Commercial Mobile Radio Services		50.1%
Alaska Heritage Tours, Inc. 2525 C Street, Suite 405 Anchorage, AK 99503	Boat Tours, Lodging and Tourism		100%
Peak Oilfield Service Company 2525 C St., Suite 201, Anchorage, AK 99503	Oilfield Services and Construction		
Alaska Hovercraft Ventures 1029 West 3 <sup>rd</sup> Ave., Suite 150 Anchorage, AK 99503	Hovercraft Sales, Leasing, and Operations		33.33%
Construction Machinery, Inc. 5400 Homer Dr., Anchorage, AK 99510	Heavy Equipment Distribution		100%
(Continued next page)			

FCC Ownership Disclosure Information for the  
Wireless Telecommunications Services

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2) Disclosable Interest Holder's Name (if entity): <b>Cook Inlet Region, Inc. (continued)</b>			3) Disclosable Interest Holder's TIN:
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Cook Inlet/VoiceStream License Company, LLC 2525 C Street, Suite 500 Anchorage, Alaska 99503	Commercial Mobile Radio Service		50.1%
Omnipoint Atlantic City License, LLC 3605 132nd Avenue, S.E., Suite 100 Bellevue, Washington 98006	Commercial Mobile Radio Service		50.1%
Omnipoint Philadelphia License, LLC 3605 132nd Avenue, S.E., Suite 100 Bellevue, Washington 98006	Commercial Mobile Radio Services		50.1%
Omnipoint Dover License, LLC 3605 132nd Avenue, S.E., Suite 100 Bellevue, Washington 48006	Commercial Mobile Radio Services		50.1%
Cook Inlet Region of Georgia, Inc. 2525 C Street, Suite 500 Anchorage, Alaska 99503	Commercial Mobile Radio Services		100%
Omnipoint Philadelphia-E. Lancaster E License LLC 3605 132nd Avenue, S.E., Suite 100 Bellevue, Washington 98006	Commercial Mobile Radio Set-vice		50%
D&E Omnipoint Wireless Joint Venture, L.P. 3605 132nd Avenue, S.E., Suite 100 Bellevue, Washington 98006	Commercial Mobile Radio Service		50%
Cook Inlet/V5 GSM V PCS, LLC 2525 C Street, Suite 500 Anchorage, Alaska 99503	Commercial Mobile Radio Services		50.1%

## **OWNERSHIP**

CIVS PA I, LLC (“CIVS PA I”), submits the following information to describe in more detail the ownership structure of CIVS PA I as set forth in Item 10, Schedule A of FCC Form 602.

### **Direct Ownership**

CIVS PA I, a Delaware limited liability company, is a wholly owned subsidiary of Cook Inlet/VS GSM III PCS, LLC (“CIVS III”), a Delaware limited liability company. The address of CIVS PA I is as follows:

3605 132nd Avenue, S.E., Suite 100  
Bellevue, Washington 98006

### **Indirect Ownership**

CIVS III, a Delaware limited liability company, is a wholly owned subsidiary of Cook Inlet/VS GSM III PCS Holdings, LLC (“CIVS III Holdings”), a Delaware limited liability company.

CIVS III Holdings, in turn, has two members. The first, Cook Inlet GSM, Inc. (“CIGSM”), a Delaware corporation, holds 50.1 percent of CIVS III Holdings and one hundred percent of the Class A membership interests in CIVS III Holdings.

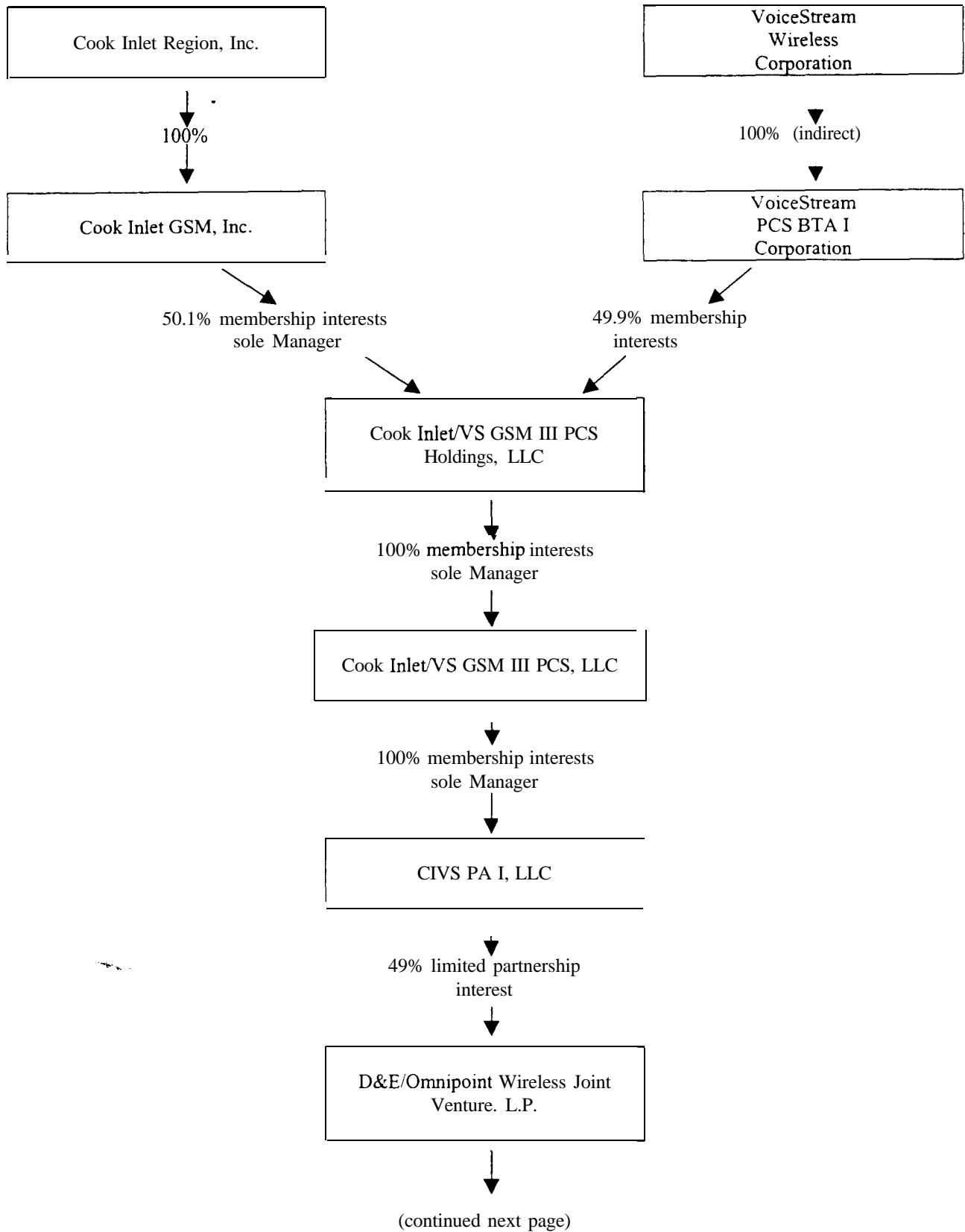
CIGSM is, in turn, a wholly owned subsidiary of Cook Inlet Region, Inc. (“CIRI”). CIRI is an Alaska Native Regional Corporation organized pursuant to the Alaska Native Claims Settlement Act, 43 U.S.C. § 1601 *et seq.* (the “Act”). No CIRI shareholder holds a 10 percent or greater interest in CIRI or a 10 percent or greater indirect interest in CIVS PA I.

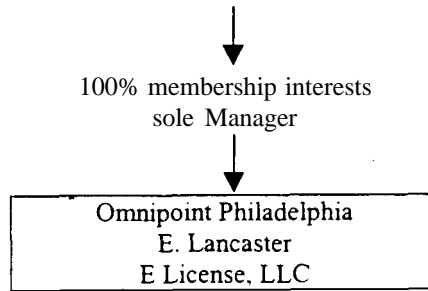
The other member of CIVS III Holdings is VoiceStream. PCS BTA I Corporation (“VS BTA I”), a Delaware corporation, which in turn is a wholly owned indirect subsidiary of VoiceStream Wireless Corporation (“VoiceStream”), a Delaware corporation. VS BTA I holds 49.9 percent of CIVS III Holdings and one hundred percent of the Class B nonvoting membership interests in CIVS III Holdings.

For ownership information related to VoiceStream and its subsidiaries, please see the most recent FCC Form 602 Ownership Disclosure Report filed by and on behalf of VoiceStream.

For convenience, the following chart diagrams the ownership of CIVS PA I described herein:

**FCC FORM 602**  
**Attachment 1**  
**Page 2 of 3**







FCC Ownership Disclosure Information for the  
Wireless Telecommunications Services

Schedule for Disclosable Interest Holders

**Disclosable Interest Holder Information** (complete as many as required to describe all disclosable interest holders)

1) Disclosable Interest Holder's First Name (if individual):	MI:	Last Name:	suffix:
2) Disclosable Interest Holder's Name (if entity): <b>Cook Inlet/VS GSM III PCS, LLC</b>		3) Disclosable Interest Holder's TIN:	
4) Disclosable Interest Holder's Address: <b>2525 C Street, Suite 500, Anchorage, Alaska 99503</b>			
5) Type of Interest in Applicant ( ) (refer to Instructions for list) <b>D</b>	6) Disclosable Interest Holder is a(n): ( ) (refer to instructions for list of codes): <b>M</b>		7) Percent of Interest Held in Applicant: <b>100%</b>
8) Disclosable Interest Holder's Type of Ownership (refer to instructions for list): <b>0 - Manager member interest</b>		9) Disclosable Interest Holders Country of Citizenship: <b>United States</b>	
10) Relationship Description (if the disclosable interest holder is an indirect owner, list path of ownership from indirect owner to the applicant): <b>Cook Inlet/VS GSM III PCS, LLC; CIVS PA I, LLC; (Applicant) (see Attachment 1)</b>			

**Related FCC Regulated Businesses of Disclosable Interest Holders** (repeat for each interest holder identified)

IIa) Name and address of all FCC Regulated Businesses owned by Disclosable Interest Holder listed in #3 (use additional sheets, if necessary):	IIb) Principal Business:	IIc) TIN:	IIId) Percent of Interest Held:
CIVS PA I, LLC Applicant	Commercial Mobile Radio Services		100%
CIVS PA III, LLC 3605 132nd Avenue, S.E., Suite 100 Bellevue, Washington 98006	Commercial Mobile Radio Services		100%
D&E Omnipoint Wireless Joint Venture, L.P. 3605 132nd Avenue, S.E., Suite 100 Bellevue, Washington 98006	Commercial Mobile Radio Service		50%
Omnipoint Philadelphia-E. Lancaster E License LLC 3605 132nd Avenue, S.E., Suite 100 Bellevue, Washington.	Commercial Mobile Radio Service		50%

Schedule for Disclosable Interest Holders

**Disclosable Interest Holder Information** (complete as many as required to describe all disclosable interest holders)

1) Disclosable Interest Holder's First Name (if individual):	MI:	Last Name:	suffix:
2) Disclosable Interest Holder's Name (if entity): <b>Cook Inlet/VS GSM III PCS Holdings, LLC</b>		3) Disclosable Interest Holders TIN:	
4) Disclosable Interest Holders Address: <b>2525 C Street, Suite 500, Anchorage, Alaska 99503</b>			
5) Type of Interest in Applicant ( ) (refer to Instructions for list) <b>I</b>	6) Disclosable Interest Holder is a(n): ( ) (refer to instructions for list of codes): <b>M</b>		7) Percent of Interest Held in Applicant: <b>100%</b>
8) Disclosable Interest Holder's Type of Ownership (refer to instructions for list): <b>0 - Manager member interest</b>		9) Disclosable Interest Holder's Country of citizenship: <b>United States</b>	
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**Related FCC Regulated Businesses of Disclosable Interest Holders (repeat for each interest holder identified)**



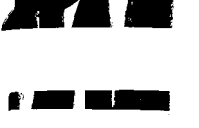


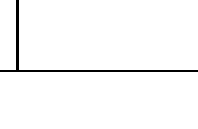
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Cook Inlet/VS GSM III PCS, LLC 2525 C Street, Suite 500 Anchorage, Alaska 99503	Commercial Mobile Radio Services		100%
CIVS PA I, LLC Applicant	Commercial Mobile Radio Services		100%
CIVS PA III, LLC 3605 132nd Avenue, SE., Suite 100 Bellevue, Washington 98006	Commercial Mobile Radio Services		100%
D&E Omnipoint Wireless Joint Venture, L.P. 3605 132nd Avenue, S.E., Suite 100 Bellevue, Washington 98006	Commercial Mobile Radio Service		50%
Omnipoint Philadelphia-E. Lancaster E License LLC 3605 132nd Avenue, S.E., Suite 100 Bellevue, Washington 98006	Commercial Mobile Radio Service		50%

Schedule for Disclosable Interest Holders

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8) Disclosable Interest Holder's Type of Ownership (refer to instructions for list): <b>0 – Manager member interest</b>		9) Disclosable Interest Holder's Country of Citizenship: <b>United States</b>	
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Cook Inlet/VS GSM III PCS, LLC 2525 C Street, Suite 500 Anchorage, Alaska 99503	Commercial Mobile Radio Services		50.1%
Cook Inlet/VoiceStream PCS, LLC 2525 C Street, Suite 500 Anchorage, Alaska 99503	Commercial Mobile Radio Services		50.1%
CIVS PA I, LLC Applicant	Commercial Mobile Radio Services		50.1%
CIVS PA III, LLC 3605 132nd Avenue, S.E., Suite 100 Bellevue, Washington 98006	Commercial Mobile Radio Services		50.1%
Omnipoint Dover License, LLC 3605 132nd Avenue, S.E., Suite 100 Bellevue, Washington 98006	Commercial Mobile Radio Services		50.1%
Omnipoint Atlantic City License, LLC 3605 132nd Avenue, S.E., Suite 100 Bellevue, Washington 98006	Commercial Mobile Radio Service		50.1%
(continued on next page)			

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Wireless Telecommunications Services

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11a) Name and address of all FCC Regulated Businesses owned by Disclosable Interest Holder listed in #3 (use additional sheets, if necessary):	11b) Principal Business:	11c) TIN:	11d) Percent of Interest Held:
Omnipoint Philadelphia License, LLC 3605 132nd Avenue, S.E., Suite 100 Bellevue, Washington 98006	Commercial Mobile Radio Services	[REDACTED]	50.1%
Cook Inlet/VoiceStream License Company, LLC 2525 C Street, Suite 500 Anchorage, Alaska 99503	Commercial Mobile Radio Service	[REDACTED]	50.1%
D&E Omnipoint Wireless Joint Venture, L.P. 3605 132nd Avenue, S.E., Suite 100 Bellevue, Washington 98006	Commercial Mobile Radio Service	[REDACTED]	50%
Omnipoint Philadelphia-E. Lancaster E License LLC 3605 132nd Avenue, S.E., Suite 100 Bellevue, Washington 98006	Commercial Mobile Radio Service	[REDACTED]	50%

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CIVS PA III, LLC 3605 132nd Avenue, S.E., Suite 100 Bellevue, Washington 98006	Commercial Mobile Radio Services		50.1%
Alaska Interstate Construction, LLC 649 W. 54th Ave., P.O. Box 233769 Anchorage, AK 99523	Construction		40%
(continued next page)			

**FCC Ownership Disclosure Information for the  
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Approved by OMB  
3060 -0799  
See instructions for  
public burden estimate

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Alaska Hovercraft Ventures 1029 West 3 <sup>rd</sup> Ave., Suite 150 Anchorage, AK 99503	Hovercraft Sales, Leasing, and Operations		33.33%
Construction Machinery, Inc. 5400 Homer Dr., Anchorage, AK 99510	Heavy Equipment Distribution		100%
(continued next page)			

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Wireless Telecommunications Services**

Approved by OMB  
3060 - 0799  
See instructions for  
public burden estimate

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Omnipoint Atlantic City License, LLC 3605 132nd Avenue, S.E., Suite 100 Bellevue, Washington 98006	Commercial Mobile Radio Service		50.1%
Omnipoint Philadelphia License, LLC 3605 132nd Avenue, S.E., Suite 100 Bellevue, Washington 98006	Commercial Mobile Radio Services		50.1%
Omnipoint Dover License, LLC 3605 132nd Avenue, S.E., Suite 100 Bellevue, Washington 98006	Commercial Mobile Radio Services		50.1%
Cook Inlet Region of Georgia, Inc. 2525 C Street, Suite 500 Anchorage, Alaska 99503	Commercial Mobile Radio Services		100%
Omnipoint Philadelphia-E. Lancaster E License LLC 3605 132nd Avenue, S.E., Suite 100 Bellevue, Washington 98006	Commercial Mobile Radio Service		50%
D&E Omnipoint Wireless Joint Venture, L.P. 3605 132nd Avenue, S.E., Suite 100 Bellevue, Washington 98006	Commercial Mobile Radio Service		50%
Cook Inlet/VS GSM V PCS, LLC 2525 C Street, Suite 500 Anchorage, Alaska 99503	Commercial Mobile Radio Services		50.1%

**OWNERSHIP**

CIVS PA I, LLC (“CIVS PA I”), submits the following information to describe in more detail the ownership structure of CIVS PA I as set forth in Item 10, Schedule A of FCC Form 602.

**Direct Ownership**

CIVS PA I, a Delaware limited liability company, is a wholly owned subsidiary of Cook Inlet/VS GSM III PCS, LLC (“CIVS III”), a Delaware limited liability company. The address of CIVS PA I is as follows:

3605 132nd Avenue, S.E., Suite 100  
Bellevue, Washington 98006

**Indirect Ownership**

CIVS III, a Delaware limited liability company, is a wholly owned subsidiary of Cook Inlet/VS GSM III PCS Holdings, LLC (“CIVS III Holdings”), a Delaware limited liability company.

CIVS III Holdings, in turn, has two members. The first, Cook Inlet GSM, Inc. (“CIGSM”), a Delaware corporation, holds 50.1 percent of CIVS III Holdings and one hundred percent of the Class A membership interests in CIVS III Holdings.

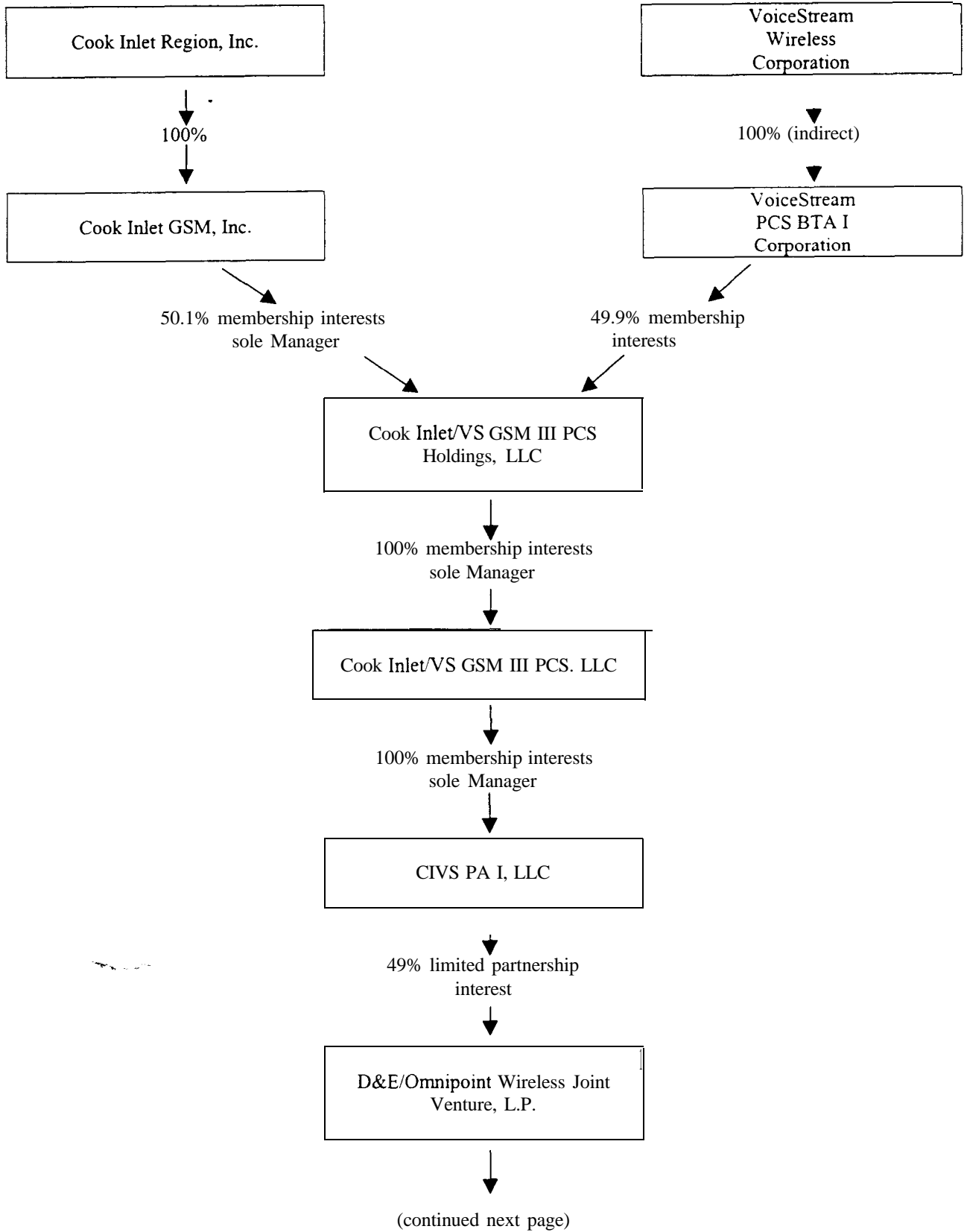
CIGSM is, in turn, a wholly owned subsidiary of Cook Inlet Region, Inc. (“CIRI”). CIRI is an Alaska Native Regional Corporation organized pursuant to the Alaska Native Claims Settlement Act, 43 U.S.C. § 1601 *et seq.* (the “Act”). No CIRI shareholder holds a 10 percent or greater interest in CIRI or a 10 percent or greater indirect interest in CIVS PA I.

The other member of CIVS III Holdings is VoiceStream PCS BTA I Corporation (“VS BTA I”), a Delaware corporation, which in turn is a wholly owned indirect subsidiary of VoiceStream Wireless Corporation (“VoiceStream”), a Delaware corporation. VS BTA I holds 49.9 percent of CIVS III Holdings and one hundred percent of the Class B nonvoting membership interests in CIVS III Holdings.

For ownership information related to VoiceStream and its subsidiaries, please see the most recent FCC Form 602 Ownership Disclosure Report filed by and on behalf of VoiceStream.

For convenience, the following chart diagrams the ownership of CIVS PA I described herein:





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**Attachment 1**  
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↓  
100% membership interests  
sole Manager

↓  
Omnipoint Philadelphia  
E. Lancaster  
E License, LLC

**Disclosable Interest Holder Information** (complete as many as required to describe all disclosable interest holders)

1) Disclosable Interest Holder's First Name (if individual):	MI:	Last Name:	suffix:
2) Disclosable Interest Holder's Name (if entity): <b>CIVS PA I, LLC</b>		3) Disclosable Interest Holder's TIN:	
4) Disclosable Interest Holder's Address: <b>3605 132nd Avenue, S.E., Suite 100, Bellevue, Washington 98006</b>			
5) Type of Interest in Applicant ( ) (refer to Instructions for list) <b>D</b>	6) Disclosable Interest Holder is a(n): ( ) (refer to instructions for list of codes): <b>M</b>		7) Percent of Interest Held in Applicant: <b>49 %</b>
8) Disclosable Interest Holder's Type of Ownership (refer to instructions for list): <b>L</b>		9) Disclosable Interest Holder's Country of Citizenship: <b>United States</b>	
10) Relationship Description (if the disclosable interest holder is an indirect owner, list path of ownership from indirect owner to the applicant): <b>CIVS PA I, LLC; D&amp;E Omnipoint Wireless Joint Venture, L.P. (Applicant) (See Attachment 1)</b>			

**Related FCC Regulated Businesses of Disclosable Interest Holders** (repeat for each interest holder identified)

11a) Name and address of all FCC Regulated Businesses owned by Disclosable Interest Holder listed in #3 (use additional sheets, if necessary):	11b) Principal Business:	11c) TIN:	11d) Percent of Interest Held:
D&E Omnipoint Wireless Joint Venture, L.P. Applicant	Commercial Mobile Radio Service		49%
Omnipoint Philadelphia-E. Lancaster E License LLC 3605 132nd Avenue, S.E., Suite 100 Bellevue, Washington 98006	Commercial Mobile Radio Service		49%

## Schedule for Disclosable Interest Holders

**Disclosable Interest Holder Information** (complete as many as required to describe all disclosable interest holders)

1) Disclosable Interest Holder's First Name (if individual):	MI:	Last Name:	suffix:
2) Disclosable Interest Holder's Name (if entity): <b>Cook Inlet Region, Inc.</b>		3) Disclosable Interest Holder's TIN:	
4) Disclosable Interest Holder's Address: <b>2525 C Street, Suite 500, Anchorage, Alaska 99503</b>			
5) Type of Interest in Applicant ( ) (refer to Instructions for list) <b>I</b>	6) Disclosable Interest Holder is a(n): ( ) (refer to instructions for list of codes): <b>C</b>		7) Percent of Interest Held in Applicant: <b>42.86%</b>
8) Disclosable Interest Holder's Type of Ownership (refer to instructions for list): <b>0 - Manager member interest</b>		9) Disclosable Interest Holder's Country of Citizenship: <b>United States</b>	
10) Relationship Description (if the disclosable interest holder is an indirect owner, list path of ownership from indirect owner to the applicant): <b>Cook Inlet Region, Inc.; Cook Inlet Telecommunications, Inc.; Cook Inlet PV/SS PCS Partners, L.P.; Cook Inlet/VSPV/SS PCS Holdings, L.P.; Cook Inlet/VSPV/SS General Partner, LLC; Cook Inlet/VoiceStream PV/SS PCS, L.P. (Applicant) (see Attachment 1)</b>			

**Related FCC Regulated Businesses of Disclosable Interest Holders** (repeat for each interest holder identified)

11a) Name and address of all FCC Regulated Businesses owned by Disclosable Interest Holder listed in #3 (use additional sheets, if necessary):	11b) Principal Business:	11c) TIN:	11d) Percent of Interest Held:
Cook Inlet/VoiceStream PV/SS PCS, L.P. Applicant	Commercial Mobile Radio Services		42.86% (control)
Cook Inlet/VSPV/SS PCS, LLC 2525 C Street, Suite 500 Anchorage, Alaska 99503	Commercial Mobile Radio Services		50.1%
Cook Inlet/VSPV/SS PCS, LLC 2525 C Street, Suite 500 Anchorage, Alaska 99503	Commercial Mobile Radio Services		50.1%
Cook Inlet/VoiceStream PCS, LLC 2525 C Street, Suite 500 Anchorage, Alaska 99503	Commercial Mobile Radio Services		50.1%
CIVS PA I, LLC 3605 132nd Avenue, S.E., Suite 100 Bellevue, Washington 98006	Commercial Mobile Radio Services		50.1%
CIVS PA III, LLC 3605 132nd Avenue, S.E., Suite 100 Bellevue, Washington 98006	Commercial Mobile Radio Services		50.1%
Alaska Interstate Construction, LLC 649 W. 54th Ave., P.O. Box 233769 Anchorage, AK 99523	Construction		40%
(continued next page)			

## Schedule for Disclosable Interest Holders

**Disclosable Interest Holder Information** (complete as many as required to describe all disclosable interest holders)

1) Disclosable Interest Holders First Name (if individual):	MI:	Last Name:	Suffix:
2) Disclosable Interest Holders Name (if entity): <b>Cook Inlet Region, Inc. (continued)</b>			3) Disclosable Interest Holders TIN:
4) Disclosable Interest Holders Address:			
5) Type of Interest in Applicant ( ) (refer to Instructions for list)	6) Disclosable Interest Holder is a(n): ( ) (refer to instructions for list of codes):		7) Percent of Interest Held in Applicant:
8) Disclosable Interest Holders Type of Ownership (refer to instructions for list):		9) Disclosable Interest Holders Country of Citizenship:	
10) Relationship Description (if the disclosable interest holder is an indirect owner, list path of ownership from indirect owner to the applicant):			

**Related FCC Regulated Businesses of Disclosable Interest Holders (repeat for each interest holder identified)**

11a) Name and address of all FCC Regulated Businesses owned by Disclosable Interest Holder listed in #3 (use additional sheets, if necessary):	11b) Principal Business:	11c) TIN:	11d) Percent of Interest Held:
Cook Inlet/VS GSM IV PCS, LLC 2525 C Street, Suite 500 Anchorage, Alaska 99503	Commercial Mobile Radio Services	[REDACTED]	50.1%
CIVS IV License Sub I, LLC 2525 C Street, Suite 500 Anchorage, Alaska 99503	Commercial Mobile Radio Services	[REDACTED]	50.1%
Alaska Heritage Tours, Inc. 2525 C Street, Suite 405 Anchorage, AK 99503	Boat Tours, Lodging and Tourism	[REDACTED]	100%
Peak Oilfield Service Company 2525 C St., Suite 201, Anchorage, AK 99503	Oilfield Services and Construction	[REDACTED]	50%
Alaska Hovercraft Ventures 1029 West 3 <sup>rd</sup> Ave, Suite 150 Anchorage, AK 99503	Hovercraft Sales, Leasing, and Operations	[REDACTED]	33.33%
Construction Machinery, Inc. 5400 Homer Dr., Anchorage, AK 99510	Heavy Equipment Distribution	[REDACTED]	100%
(continued next page)			

FCC Ownership Disclosure Information for the  
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Schedule for Disclosable Interest Holders

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See instructions for  
public burden estimate

**Disclosable Interest Holder Information** (complete as many as required to describe all disclosable interest holders)

1) Disclosable Interest Holder's First Name (if individual):	MI:	Last Name:	Suffix:
2) Disclosable Interest Holder's Name (if entity): <b>Cook Inlet Region, Inc. (continued)</b>			3) Disclosable Interest Holder's TIN:
4) Disclosable Interest Holder's Address:			
5) Type of Interest in Applicant ( ) (refer to Instructions for list)	6) Disclosable Interest Holder is a(n): ( ) (refer to instructions for list of codes):		7) Percent of Interest Held in Applicant:
8) Disclosable Interest Holder's Type of Ownership (refer to instructions for list):		9) Disclosable Interest Holder's Country of Citizenship:	
10) Relationship Description (if the disclosable interest holder is an indirect owner, list path of ownership from indirect owner to the applicant):			

**Related FCC Regulated Businesses Of Disclosable Interest Holders (repeat for each interest holder identified)**

11a) Name and address of all FCC Regulated Businesses owned by Disclosable Interest Holder listed in #3 (use additional sheets, if necessary):	11b) Principal Business:	11c) TIN:	11d) Percent of Interest Held:
Cook Inlet/VoiceStream License Company, LLC 2525 C Street, Suite 500 Anchorage, Alaska 99503	Commercial Mobile Radio Service		50.1%
Omnipoint Atlantic City License, LLC 3605 132nd Avenue, S.E., Suite 100 Bellevue, Washington 98006	Commercial Mobile Radio Service		50.1%
Omnipoint Philadelphia License, LLC 3605 132nd Avenue, S.E., Suite 100 Bellevue, Washington 98006	Commercial Mobile Radio Services		50.1%
Omnipoint Dover License, LLC 3605 132nd Avenue&E, Suite 100 Bellevue, Washington 98006	Commercial Mobile Radio Services		50.1%
Cook Inlet Region of Georgia, Inc. 2525 C Street, Suite 500 Anchorage, Alaska 99503	Commercial Mobile Radio Services		100%
Omnipoint Philadelphia-E. Lancaster E License LLC 3605 132nd Avenue, S.E., Suite 100 Bellevue, Warhington 98006	Commercial Mobile Radio Service		50%
D&E Omnipoint Wireless Joint Venture, L.P. 3605 132nd Avenue, S.E., Suite 100 Bellevue, Washington 98006	Commercial Mobile Radio Service		50%
Cook Inlet/VS GSM V PCS, LLC 2525 C Street, Suite 500 Anchorage, Alaska 99503	Commercial Mobile Radio Services		50.1%

## **OWNERSHIP**

Cook Inlet/VoiceStream PV/SS PCS; L.P. ("CIVS L.P."), submits the following information to describe in more detail the ownership structure of CIVS L.P. as set forth in Item 10, Schedule A of FCC Form 602.

### **Direct Ownership**

CIVS L.P., a Delaware limited partnership, has two partners:

Cook Inlet/VoiceStream PV/SS PCS Holdings, L.P. ("CIVS Holdings L.P."), a Delaware limited partnership, holds a direct 49.1 percent general partner interest and a direct 49.9 percent limited partner interest in CIVS L.P. CIVS Holdings L.P. also holds an indirect general partner interest in CIVS L.P. through Cook Inlet/VoiceStream PV/SS General Partner, LLC ("CIVS G.P. LLC").

CIVS G.P. LLC, a Delaware limited liability company, holds a one percent general partnership interest in CIVS L.P. CIVS G.P. LLC, in turn, is a wholly owned subsidiary of CIVS Holdings L.P. Thus, CIVS L.P. also is a wholly owned subsidiary of CIVS Holdings L.P.

### **Indirect Ownership**

CIVS Holdings L.P. has two partners. The first, Cook Inlet PV/SS PCS Partners, L.P. ("CI Partners"), a Delaware limited partnership, holds 50.1 percent of all partnership interests in CIVS Holdings L.P. and is the sole general partner of CIVS Holdings L.P.

CI Partners, in turn, has three partners. Cook Inlet Telecommunications, Inc. ("CITI"), a Delaware corporation, holds 42.86 percent of all partnership interests in CI Partners and is the sole general partner of CI Partners. CITI, in turn, is a wholly-owned subsidiary of Cook Inlet Region, Inc. ("CIRI"), an Alaska corporation. CIRI is an Alaska Native Regional Corporation organized pursuant to the Alaska Native Claims Settlement Act, 43 U.S.C. § 1601 *et seq.* (the "Act"). No CIRI shareholder holds a 10 percent or greater indirect interest in CIVS L.P.

The other partners of CI Partners are limited partners. The first, SSPCS Corporation ("SSPCS"), a Delaware corporation, holds 17.14 percent of all partnership interests. No SSPCS shareholder holds a 10 percent or greater indirect interest in CIVS L.P.

The second limited partner of CI Partners, Providence Media Partners, L.P. ("PMPLP"), a Delaware limited partnership, holds 40 percent of all partnership

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interests. PMPLP is a qualified institutional investor pursuant to section 24.720(h) of the Commission's rules.

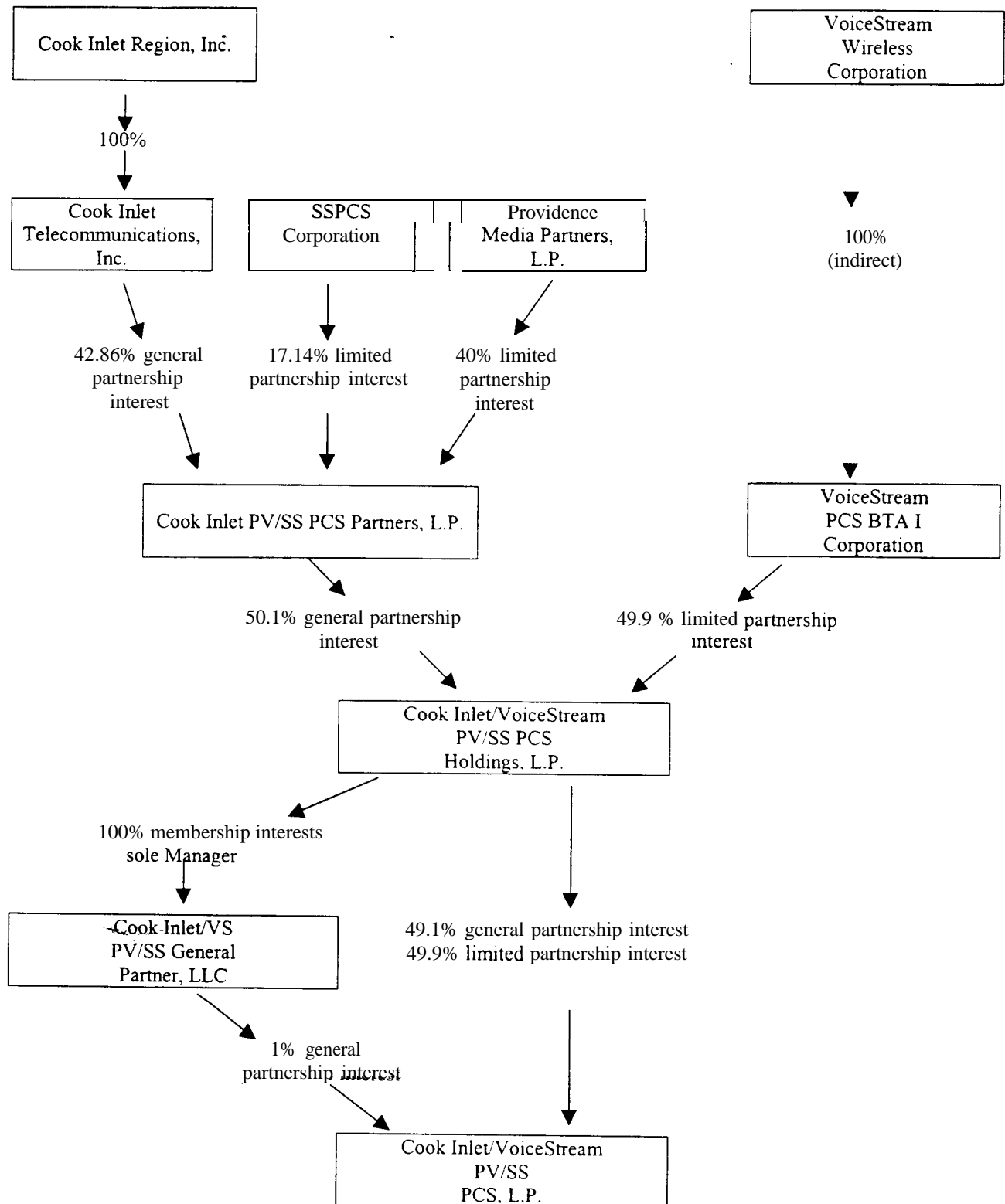
The other member of CIVS Holdings L.P. is VoiceStream PCS BTA I Corporation ("VS BTA I"), a Delaware corporation, which in turn is a wholly owned indirect subsidiary of VoiceStream Wireless Corporation ("VoiceStream"), a Delaware corporation. VS BTA I holds 49.9 percent of all partnership interests in CIVS Holdings L.P. and is the sole limited partner of CIVS Holdings L.P.

For ownership information related to VoiceStream and its subsidiaries, please see the most recent FCC Form 602 Ownership Disclosure Report filed by and on behalf of VoiceStream.



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**ATTACHMENT 1**  
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For convenience, the following chart diagrams the ownership of CIVS L.P. described herein:

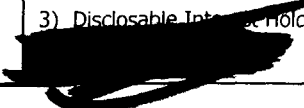


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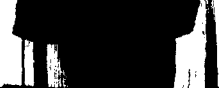


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See instructions for  
public burden estimate

**Schedule for Disclosable Interest Holders**

**Disclosable Interest Holder Information** (complete as many as required to describe all disclosable interest holders)


1) Disclosable Interest Holders First Name (if individual):		MI:	Last Name:	suffix:
2) Disclosable Interest Holders Name (if entity): <b>Cook Inlet/VS GSM III PCS, LLC</b>			3) Disclosable Interest Holder's TIN: 	
4) Disclosable Interest Holder's Address: <b>2525 C Street, Suite 500, Anchorage, Alaska 99503</b>				
5) Type of Interest in Applicant ( ) (refer to Instructions for list) <b>I</b>	6) Disclosable Interest Holder is a(n): ( ) (refer to instructions for list of codes): <b>M</b>		7) Percent of Interest Held in Applicant: <b>50 %</b>	
8) Disclosable Interest Holder's Type of Ownership (refer to instructions for list): <b>L, G</b>			9) Disclosable Interest Holder's Country of Citizenship: <b>United States</b>	
10) Relationship Description (if the disclosable interest holder is an indirect owner, list path of ownership from indirect owner to the applicant): <b>Cook Inlet/VS GSM III PCS, LLC; CIVS PA I, LLC -- CIVS PA II, LLC; D&amp;E Omnipoint Wireless Joint Venture, L.P. (Applicant) (see Attachment 1)</b>				

**Related FCC Regulated Businesses of Disclosable Interest Holders** (repeat for each interest holder identified)






11a) Name and address of all FCC Regulated Businesses owned by Disclosable Interest Holder listed in #3 (use additional sheets, if necessary):	11b) Principal Business:	11c) TIN:	11d) Percent of Interest Held:
CIVS PA I, LLC 3605 132nd Avenue, S.E., Suite 100 Bellevue, Washington 9800	Commercial Mobile Radio Services		100%
CIVS PA III, LLC 3605 132nd Avenue, S.E., Suite 100 Bellevue, Washington 98006	Commercial Mobile Radio Services		100%
D&E Omnipoint Wireless Joint Venture, L.P. Applicant	Commercial Mobile Radio Service		50%
Omnipoint Philadelphia-E. Lancaster E License LLC 3605 132nd Avenue, S.E., Suite 100 Bellevue, Washington 98006	Commercial Mobile Radio Service		50%

Schedule for Disclosable Interest Holders

**Disclosable Interest Holder Information** (complete as many as required to describe all disclosable interest holders)

1) Disclosable Interest Holder's First Name (if individual):		MI:	Last Name:	Suffix:
2) Disclosable Interest Holder's Name (if entity): <b>Cook Inlet/VS GSM III PCS Holdings, LLC</b>			3) Disclosable Interest Holder's TIN: 	
4) Disclosable Interest Holder's Address: <b>2525 C Street, Suite 500, Anchorage, Alaska 99503</b>				
5) Type of Interest in Applicant ( ) (refer to Instructions for list) <b>I</b>		6) Disclosable Interest Holder is a(n): ( ) (refer to Instructions for list of codes): <b>M</b>		7) Percent of Interest Held in Applicant: <b>50%</b>
8) Disclosable Interest Holder's Type of Ownership (refer to instructions for list): <b>L, G</b>			9) Disclosable Interest Holder's Country of Citizenship: <b>United States</b>	
10) Relationship Description (if the disclosable interest holder is an indirect owner, list path of ownership from indirect owner to the applicant): <b>Cook Inlet/VS GSM III PCS Holdings, LLC; Cook Inlet/VS GSM III PCS, LLC; CIVS PA I, LLC -- CIVS PA II, LLC; D&amp;E Omnipoint Wireless Joint Venture, L.P. (Applicant) (see Attachment 1)</b>				

**Related FCC Regulated Businesses of Disclosable Interest Holders** (repeat for each interest holder identified)

11a) Name and address of all FCC Regulated Businesses owned by Disclosable Interest Holder listed in #3 (use additional sheets, if necessary):	11b) Principal Business:	11c) TIN:	11d) Percent of Interest Held:
Cook Inlet/VS GSM III PCS, LLC 2525 C Street, Suite 500 Anchorage, Alaska 99503	Commercial Mobile Radio Services		100%
CIVS PA I, LLC 3605 132nd Avenue, S.E., Suite 100 Bellevue, Washington 98006	Commercial Mobile Radio Services		100%
CIVS PA III, LLC 3605 132nd Avenue, S.E., Suite 100 Bellevue, Washington 98006	Commercial Mobile Radio Services		100%
D&E Omnipoint Wireless Joint Venture, L.P. Applicant	Commercial Mobile Radio Service		50%
Omnipoint Philadelphia-E. Lancaster E License LLC 3605 132nd Avenue, S.E., Suite 100 Bellevue, Washington 98006	Commercial Mobile Radio Service		50%

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Schedule for Disclosable Interest Holders

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**Disclosable Interest Holder Information** (complete as many as required to describe all disclosable interest holders)

1) Disclosable Interest Holder's First Name (if individual):	MI:	Last Name:	Suffix:
2) Disclosable Interest Holders Name (if entity): <b>Cook Inlet GSM, Inc.</b>		3) Disclosable Interest Holder's TIN:	
4) Disclosable Interest Holders Address: <b>2525 C Street, Suite 500, Anchorage, AK 99503</b>			
5) Type of Interest in Applicant ( ) (refer to Instructions for list) <b>I</b>	6) Disclosable Interest Holder is a(n): ( ) (refer to instructions for list of codes): <b>C</b>		7) Percent of Interest Held in Applicant: <b>50%</b>
8) Disclosable Interest Holder's Type of Ownership (refer to instructions for list): <b>L, G</b>		9) Disclosable Interest Holders Country of Citizenship: <b>United States</b>	
10) Relationship Description (if the disclosable interest holder is an indirect owner, list path of ownership from indirect owner to the applicant): <b>Cook Inlet GSM, Inc.; Cook Inlet/VS GSM III PCS Holdings, LLC; Cook Inlet/VS GSM III PCS, LLC; CIVS PA I, LLC -- CIVS PA II, LLC; D&amp;E Omnipoint Wireless Joint Venture, L.P. (Applicant) (see Attachment 1)</b>			

**Related FCC Regulated Businesses of Disclosable Interest Holders** (repeat for each interest holder identified)

11a) Name and address of all FCC Regulated Businesses owned by Disclosable Interest Holder listed in #3 (use additional sheets, if necessary):	11b) Principal Business:	11c) TIN:	11d) Percent of Interest Held:
Cook Inlet/VS GSM II PCS, LLC 2525 C Street, Suite 500 Anchorage, Alaska 99503	Commercial Mobile Radio Services		50.1%
Cook Inlet/VS GSM III PCS, LLC 2525 C Street, Suite 500 Anchorage, Alaska 99503	Commercial Mobile Radio Services		50.1%
Cook Inlet/VoiceStream PCS, LLC 2525 C Street, Suite 500 Anchorage, Alaska 99503	Commercial Mobile Radio Services		50.1%
CIVS PA I, LLC 3605 132nd Avenue, S.E., Suite 100 Bellevue, Washington 98006	Commercial Mobile Radio Services		50.1%
CIVS PA III, LLC 3605 132nd Avenue, S.E., Suite 100 Bellevue, Washington 98006	Commercial Mobile Radio Services		50.1%
Omnipoint Dover License, LLC 3605 132nd Avenue, S.E., Suite 100 Bellevue, Washington 98006	Commercial Mobile Radio Services		50.1%
Omnipoint Atlantic City License, LLC 3605 132nd Avenue, S.E., Suite 100 Bellevue, Washington 98006	Commercial Mobile Radio Service		50.1%
(continued on next page)			